

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS**

IN RE: POTASH ANTITRUST LITIGATION  
(II)

MDL Docket No. 1996

Civil No. 1:08-cv-06910

THIS DOCUMENT APPLIES TO:

The Honorable Ruben Castillo

ALL DIRECT PURCHASER ACTIONS

**DIRECT PURCHASER PLAINTIFFS' MOTION FOR AN AWARD OF  
ATTORNEYS' FEES, REIMBURSEMENT OF EXPENSES, AND  
CLASS REPRESENTATIVE INCENTIVE AWARDS**

Direct Purchaser Plaintiffs ("DPPs") respectfully move this Court to enter an Order awarding attorneys' fees, reimbursement of expenses, and class representative incentive awards. In support of this Motion, DPPs submit their Memorandum in Support of their Motion for an Award of Attorneys' Fees, Reimbursement of Expenses, and Class Representative Incentive Awards.

WHEREFORE, and for the reasons stated in the accompanying Memorandum in Support of their Motion for an Award of Attorneys' Fees, Reimbursement of Expenses, and Class Representative Incentive Awards, and the declarations and exhibits submitted therewith, DPPs respectfully request that this Court issue an Order awarding attorneys' fees, reimbursement of expenses, and class representative incentive awards, and for such other further relief as this Court deems just and proper.

Dated: April 22, 2013

Respectfully submitted,

/s/ Steven A. Hart

Steven A. Hart

**SEGAL MCCAMBRIDGE SINGER & MAHONEY**

233 South Wacker Dr., Ste. 5500  
Chicago, IL 60606  
(312) 645-7800  
shart@smsm.com  
beldridge@smsm.com  
eschieber@smsm.com  
kpozan@smsm.com

*Direct Purchaser Plaintiffs' Interim Liaison  
Counsel*

/s/ W. Joseph Bruckner  
W. Joseph Bruckner  
**LOCKRIDGE GRINDAL NAUEN PLLP**  
100 Washington Ave. South, Ste. 2200  
Minneapolis, MN 55401  
(612) 339-6900  
wjbruckner@locklaw.com  
hmsilton@locklaw.com  
csdavis@locklaw.com  
bdclark@locklaw.com

s/ Bruce L. Simon  
Bruce L. Simon  
**PEARSON, SIMON, WARSHAW & PENNY, LLP**  
44 Montgomery St., Ste. 2450  
San Francisco, CA 94104  
(415) 433-9000  
bsimon@pswplaw.com  
dwarshaw@pswplaw.com  
asheanin@pswplaw.com  
tboardman@pswplaw.com

*Direct Purchaser Plaintiffs' Interim Co-Lead  
Counsel*